

POPOWSKI LAW FIRM, LLC

171 CHURCH STREET, SUITE 110
CHARLESTON, SOUTH CAROLINA 29401

Mailing Address:

P.O. Box 1064
Charleston, South Carolina 29402

TELEPHONE (843) 722-8301

FAX (843) 722-8309

EMAIL: LAWDPPOP@AOL.COM

July 29, 2009

VIA ELECTRONIC MAIL SERVICE

The Honorable Charles L. A. Terreni
Chief Clerk
SC Public Service Commission
P.O. Box Drawer 11649
Columbia, SC 29211

RE: Certificate No. 9737 -- Application for Sale
Seller: Portable Storage of Columbia, LLC
Buyer: Portable Storage and Moving of Columbia, LLC

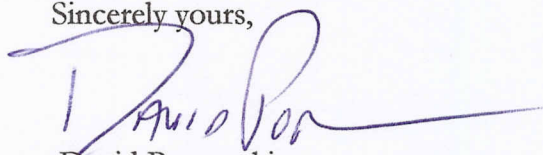
Dear Mr. Terreni:

Enclosed is the Application with the appropriate supporting documents of
Portable Storage and Moving of Columbia, LLC to purchase Certificate No. 9737.

Please advise if anything further is necessary.

With kinds regards, I am

Sincerely yours,



David Popowski

Enclosure

Cc: Office of Regulatory Staff
(via electronic mail service)

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2009-____-T

IN RE:

Application for Approval of Sale,)	
Certificate No. 9737 from)	
Portable Storage of Columbia, LLC)	
To Portable Storage and Moving of)	
Columbia, LLC)	
_____)	Application for Sale of Certificate

Portable Storage and Moving of Columbia, LLC ("Applicant") respectfully requests that pursuant to Rule 103-135, **Sale, Lease or Other Transfer of a Certificate of PC&N or FWA**, the Commission approve the sale of Class E

Certificate of Public Convenience and Necessity No. 9737 from Portable Storage of Columbia, LLC ("Seller") to Applicant. Applicant is filing an *Application for Sale, Transfer, or Lease of Certificate of Public Convenience and Necessity for Operation of Motor Vehicle Carrier* that includes all of the forms that are a part thereof. In addition, Applicant states as follows:

1. Seller is the holder of Class E Certificate of Public Convenience and Necessity No. 9737 (the "Certificate"). A copy of the Certificate is attached hereto as Exhibit A.
2. The Certificate authorizes service as follows:

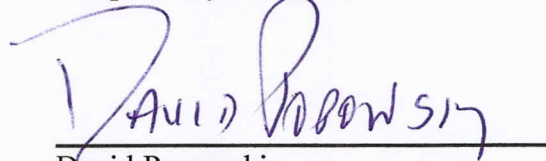
HOUSEHOLD GOODS, as defined in R.103-210(1):
Between points and places in Richland, Lexington,
Newberry, and Fairfield counties, South Carolina and
restricted to delivery of empty 16'X8'8" and 12'X8'X8"
portable storage units to shipper origins, loading by the
shipper, and pickup and delivery of shipper-loaded
portable storage units to shipper destinations or a
warehouse with shipper-loaded portable storage units
subsequently delivered from the warehouse to shipper
destinations.

3. Applicant is a South Carolina limited liability company established by the filing of Articles of Organization with the South Carolina Secretary of State on April 27, 2009. A copy of Applicant's Certificate of Existence and Articles of Organization are attached hereto as **Exhibit B**.
4. Pursuant to Rule 103-135(3) (a), Applicant attaches as **Exhibit C** the *Purchase and Sale Agreement*; and as Exhibit D, *Equipment Lease Agreement* -- Applicant will lease and have the option to purchase the vehicles listed in the Description of Equipment.
5. The transfer will not adversely affect service to public.
6. Applicant is fit, willing and able to perform service under the Certificate.
7. Applicant is familiar with the provisions of S.C. Code Ann. §58-23-10. et seq. (1976, as amended), and R.103-100 through R. 103-241 of the Commission's Rules and Regulations for Motor Carriers (Vol.26, S.C. Code Ann. 1976), and R. 38-400 through 38-503 of the Department of Public Safety's Rules and Regulations for Motor Carriers (Vol. 23A, S.C. Code Ann., 1976, as amended), and will comply with those regulations. All services under the Certificate were continuously offered and reasonably provided to public for a period of time not less than twelve months prior to the Transfer Date. Only movements from a customer's location to another location without storage are regulated by the Commission. These movements account for a small portion of Seller's total business and thus do not necessarily occur every

month. Applicant attaches as **Exhibit E** invoices and agreements of the Seller for such movements in October, November and December, 2008; and January, February and April 2009.

8. Approval of this transfer would not be destructive of competition or create an unlawful monopoly.
9. There are no liens, mortgages, or hypothecation in effect over, against, or in any way affecting this Certificate.
10. The sale will not hinder, delay or defraud creditors.
11. Attached as Exhibit F is a proposed Notice of Hearing.

Respectfully submitted,

A handwritten signature in blue ink, reading "David Popowski", is written over a horizontal line.

David Popowski
171 Church St., Suite 110 (29401)
P.O. Box 1064
Charleston, SC 29402
Phone: (843) 722-8301
Fax: (843) 722-8309
E-mail: lawdpop@aol.com

Attorney for Applicant Portable Storage and
Moving of Columbia, LLC

Charleston, SC

July 29, 2009

Print

Clear Fields

STATE OF SOUTH CAROLINA

(Caption of Case)

Example: Application for a Class C Charter Certificate from
John Doe dba Doe's Limo

Application for Sale of Certificate No. 9737 from
Portable Storage of Columbia, LLC to Portable
Storage and Moving of Columbia, LLC

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

TRANSPORTATION COVER SHEET

DOCKET

NUMBER: 2009 - - T

If this is your first time filing an application with the PSC, you will not have a Docket Number. The Commission will assign one to you. If you have filed with the Commission before, a Docket Number was assigned and should be entered above.

(Please type or print)

Submitted by: David Popowski

Telephone: 843.722.8301

Address: Suite 110

Fax: 843.722.8309

171 Church Street

Other:

Charleston, South Carolina 29401

Email: lawdpop@aol.com

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

NATURE OF ACTION (Check all that apply)

- | | |
|---|--|
| <input type="checkbox"/> Application - Class C Taxi | <input type="checkbox"/> Request to Amend Scope of Authority |
| <input type="checkbox"/> Application - Class C Charter | <input type="checkbox"/> Request to Amend Tariff (rate Increase, etc.) |
| <input type="checkbox"/> Application - Class C Charter Bus | <input type="checkbox"/> Request to Amend Passenger Limit |
| <input type="checkbox"/> Application - Class C Non-Emergency | <input type="checkbox"/> Request |
| <input type="checkbox"/> Application - Class E Household Goods | <input type="checkbox"/> Exhibit |
| <input type="checkbox"/> Application - Class E Hazardous Waste | <input type="checkbox"/> Late-Filed Exhibit |
| <input checked="" type="checkbox"/> Application | <input type="checkbox"/> Letter |
| <input type="checkbox"/> Request for Extension to Comply with Order | <input type="checkbox"/> Proposed Order |
| <input type="checkbox"/> Request for Order Granting Authority to Obtain a Certificate of Public Convenience and Necessity to be Rescinded | <input type="checkbox"/> Publisher's Affidavit |
| <input type="checkbox"/> Request for Cancellation of Certificate | <input type="checkbox"/> Reservation Letter |
| <input type="checkbox"/> Request for Suspension | <input type="checkbox"/> Response |
| <input type="checkbox"/> Request for Reinstatement | <input type="checkbox"/> Return to Petition |
| <input type="checkbox"/> Request for Name Change on Certificate | <input type="checkbox"/> Other: _____ |

If you have any questions about this form, please contact the PUBLIC SERVICE COMMISSION at 803-896-5100.

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA
101 Executive Center Drive, Suite 100
Columbia, South Carolina 29210
(Mailing address: Post Office Drawer 11649, Columbia, SC 29211

Phone: (803) 896-5100 FAX: (803) 896-5199

APPLICATION FOR SALE, TRANSFER, OR LEASE OF CERTIFICATE OF PUBLIC CONVENIENCE AND
NECESSITY FOR OPERATION OF MOTOR VEHICLE CARRIER

Date: 07/24/2009

IMPORTANT! A current annual report must be on file with the Commission **before** application will be accepted.

Select Class: (Check one)

- ☒ E (HHG) - Household Goods
☐ E (HAZ) - Hazardous Material

Type of Application: (Check one)

- ☒ Sale of Certificate
☐ Transfer of Certificate
☐ Lease of Certificate

1. Name under which business is to be conducted (corporation, partnership, or sole proprietorship, with or without trade name.)

Portable Storage and Moving of Columbia, LLC

2118 Commerce Drive, Cayce, South Carolina 29033

Street Address of Applicant

Mailing Address of Applicant if different from street address

803.454.1028

Phone

803.454.0981

FAX

olson.ericdavid@gmail.com

Email Address

2. If incorporated, a copy of Articles of Incorporation must be attached. (If incorporated outside of SC, attach SC Secretary of State "Foreign Corporation" Certificate.)

3. Select Entity Type: (Check one)

- ☐ Individual Owner/Sole Proprietorship
- ☐ Partnership - List names and address of all person having an interest in the business.
- ☒ Corporation - List names and addresses of two principal officers.

Eric Olson - Member -- 2120 Commerce Drive, Cayce, South Carolina 29033

Rachel Colgate -- Member -- 2120 Commerce Drive, Cayce, South Carolina 29033

4. Applicant proposes to operate service as follows: (Check one.)

- ☒ Intrastate Only ☐ Interstate Only ☐ Both

5. Is applicant certified to provide **intrastate** transportation of household goods in another state: (Check one.)

- ☐ Yes ☒ No

If yes, attach a letter from the regulatory agency in the state(s) stating applicant is in compliance with the rules and regulations of said state agency.

6. Has applicant been convicted of operating with no intrastate household goods authority or failure to abide by the rules and regulations pertaining to the intrastate transportation of household goods in this state or any other state? (Check one.)

- ☐ Yes ☒ No

If yes, list dates and nature of convictions below.

7. Has applicant ever had a certificate authorizing the transportation of household goods revoked in this state or any other state? (Check one.)

- ☐ Yes ☒ No

If yes, list dates and nature of convictions below.

Applicant is financially able to furnish the services as specified in this application and submits the following statement of assets and liabilities.

BALANCE SHEET

Balance at Time Application is Filed:

Month July Year 2009

Assets:

Cash	100,000
Receivables	45,000
Real Estate	
Buildings and Equipment (Net)	
Motor Vehicles (Net)	
Garage Equipment (Net)	
Machinery and Tools (Net)	
Supplies on Hand	
Prepays and Other Assets	
Total Assets	145,000
<u>Liabilities and Equity:</u>	
Accounts Payable	
Notes Payable	
Mortgages Payable	
Equipment Obligations	12,500 (Lease of Personal Property)
Accrued Salaries and Wages	
Other Accrued Obligations	
Other Liabilities	
Total Liabilities	
Capital Stock	
Retained Earnings	
Total Equity	
Total Liabilities and Equity	122,500

PROPOSED RATES AND CHARGES FOR SERVICE

Proposed Rates and Charges for Service are as follows:

1. Empty POD to and from warehouse:
 - a) \$89.00 up to 25 miles;
 - b) Additionally \$20.00 between 25 and 50 miles;
 - c) Additional \$50.00, plus \$0.50 per mile over 50 miles
 2. Empty POD from customer location to location designated by customer:
 - a) \$69.00 up to 25 miles;
 - b) Additional \$20.00 for 25 to 50 miles;
 - c) Additional \$50.00, plus \$0.50 per mile over 50 miles.
- Note: This applies to empty to customer and loaded back to warehouse.
3. Loaded POD from warehouse back to original customer location - same as item No. 1 above.
 4. Loaded POD from customer location to customer destination;
 - a) \$25.00 - 12ft. container up to 25 miles;
 - b) \$35.00 - 16ft. container up to 25 miles;
 - c) For mileages in addition to 25 miles see item No. 1 above;
 - d) Additional moves for extended area - \$45.00
 5. Non-paved location surface fee - \$35.00
 6. Rush or same day service - additional \$20.00

COMMODITIES TO BE TRANSPORTED AND AREA(S) TO BE SERVED

Commodities to be Transported: (Check one)

- ☒ Household Goods, as defined in R103-210(1)
☐ Hazardous Wastes, as defined in R103-210(2)

Areas to be Served: (List each county in which you plan to operate)

Between points and places in Richland, Lexington, Newberry, and Fairfield Counties, South Carolina and restricted to delivery of empty 16' X 8' X 8' and 12' X 8' X 8' portable storage units to shipper origins, loading by the shipper, and pickup and delivery of shipper-loaded portable storage units to shipper destinations or a warehouse with shipper-loaded portable storage units subsequently delivered from the warehouse to shipper destinations.

DESCRIPTION OF EQUIPMENT

[illegible]

* Number of seats if passenger carrier or tonnage if freight carrier.

INSURANCE QUOTE

This form **MUST BE COMPLETED AND SIGNED** by an **AUTHORIZED INSURANCE COMPANY REPRESENTATIVE**.

The following insurance quote is for:

Portable Storage and Moving of Columbia, LLC

Name of Motor Carrier

2118 Commerce Drive, Cayce, South Carolina 29033

Address of Motor Carrier

Amount of Premium:

Liability Insurance \$ 4,106.00

Cargo Insurance \$ 3,980.00

Limits Quoted (See Below:)

Limits \$1,000,000.00

Limits \$50,000.00

* Attach Certificate of Insurance if available.

Granite State Insurance

Name of Insurance Company

70 Pine Street, New York, New York 10270

Home Office Address of Company

I am familiar with the Commission's Rules and Regulations relating to insurance requirements and the above quote meets the minimum insurance limits prescribed. The insurance company making this quote is authorized by the South Carolina Department of Insurance to do business in South Carolina.

7-30-09

Date



Authorized Insurance Company Representative's Signature

* Form E and Form H Certificates of Insurance are required to be filed with the Office of Regulatory Staff (ORS). The schedule of minimum limits for Household Goods carriers are listed below:

Vehicle liability for vehicles less than 10,000 lbs. GVWR	\$ 500,000
Vehicle liability for vehicles 10,000 lbs. or more GVWR	\$ 750,000
Cargo - For loss of or damage to property carried on any one motor vehicle	\$ 2,500
For loss of or damage to or aggregate of losses or damages of or to property occurring at any one time and place	\$ 5,000

Exhibit FWA**Portable Storage and Moving of Columbia, LLC**

Name

Pending

U.S.D.O.T No.

ICC No.

1. Does Applicant have a Safety Rating from the U.S.D.O.T.?
☐ Yes

 ☒ No

 ☐ Pending (Submit when received.)

If Yes, indicate rating below and provide copy.

☐ Satisfactory

 ☐ Conditional

 ☐ Unsatisfactory
2. Have any of Applicant's drivers or vehicles been places "out of service" by Transport Police safety officers in the past twelve (12) months?
☐ Yes

 ☒ No
3. Are there currently any outstanding judgement(s) against the Applicant?
☐ Yes

 ☒ No
4. Is Applicant familiar with all statutes and regulations, including safety regulations and workers' compensation laws that govern for-hire motor carrier operations in South Carolina, and does Applicant agree to operate in compliance with these statutes and regulations?
☒ Yes

 ☐ No
5. Is Applicant aware of the Commission's insurance requirements and the insurance premium costs associated therewith?
☒ Yes

 ☐ No

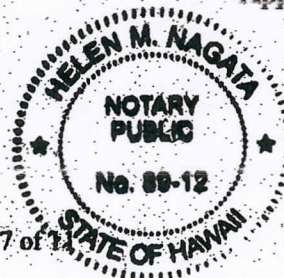
(The attached Insurance Quote form must be completed, listing current insurance premiums. At the discretion of the Commission, a copy of current insurance policies may be required. Do not provide copy of insurance policies unless requested.)

SWORN TO BEFORE ME

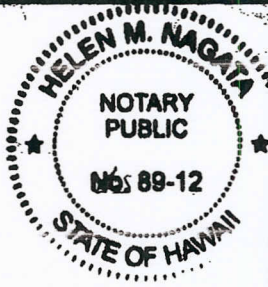
This 27 day of July, 2007
Helen M. Nagata
 Notary Public
Commission Expires 01/04/2013
 State of Hawaii
 County of Hawaii



Applicant's Signature


 Notary Certification
 Attached

Document Date: <u>7/27/09</u>	# Pages: <u>2</u>
Notary Name: HELEN M. NAGATA	Third Circuit
Doc. Description: <u>Exhibit FWA</u>	
<u>Helen M Nagata</u>	<u>7/27/09</u>
Notary Signature	Date



STATE OF SOUTH CAROLINA)
)
COUNTY OF RICHLAND)

CERTIFICATE

This Certificate is furnished by the undersigned in compliance with
Rule 103-135 (3)(b) of the Rules and Regulations of the Public Service
Commission of South Carolina in connection with the transfer of
authority to Portable Storage and Moving of Columbia, LLC .

The undersigned states that the assets listed on the enclosed Bill of Sale
of Portable Storage of Columbia, LLC

are being transferred including the authority granted in Certificate

No. 9737 issued by the Public Service Commission of South

Carolina; that there are no debts or claims against the transferor; no

unremitted COD or collections due shippers; no claims for loss of

or damage to goods transported or received for transportation; no claims

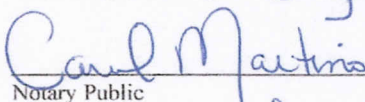
for overages on property transported; no interline accounts due other

carriers; and no wages due employees of the transferor.

CAROL MARTINO
NOTARY PUBLIC, STATE OF NEW JERSEY
I.D. NO. 2168617
QUALIFIED IN UNION COUNTY
COMMISSION EXPIRES SEPT 23 2009


Transferor's Signature

SWORN TO BEFORE ME
This 29th day of July, 2009


Notary Public

Commission Expires Sept 23 2009

The Public Service Commission of South Carolina
Application for the Sale or Transfer of Certificate of Public Convenience and Necessity

Date July 27, 2009

I (We) Portable Storage of Columbia, LLC

the holder of Class E Certificate of Public Convenience and Necessity No. 9737, respectfully requests that authority be granted said holder of Certificate to sell or transfer all rights, title and interest under said Certificate to the purchaser or transferee, and for the purpose of enabling the Commission to determine whether or not this application should be granted, the following information is submitted:

1. Portable Storage of Columbia, LLC
Name of Owner or Transferor
2120 Commerce Drive, Cayce, South Carolina 29033
Address
barbara@charlestonpods.com 843.552.1899
Email Address Phone

2. Portable Storage and Moving of Columbia, LLC
Name of Purchaser or Transferee
2118 Commerce Drive, Cayce, South Carolina 29033
Address
Email Address Phone

Check one: ☒ Corporation

☐ Partnership

☐ Individual

Date organized: April 27, 2009

Submit a copy of the partnership agreement and a list of individuals composing the partnership.

State of Incorporation: South Carolina

3. The purchaser or transferee submits a copy of the proposed tariff, which is the same as is now in effect, with the following exception(s): _____

4. The Certificate to be transferred is attached.

5. Are there now any liens, mortgages, or debts in effect over, against, or in any way affecting this certificate?

☒ No ☐ Yes Attach a complete list showing dates, amounts and names of parties.

6. Is the proposed sale or transfer being made in any way for the purpose of hindering, delaying, or defrauding creditors?

☒ No ☐ Yes

GIVEN under our hand this _____ day of July, 2009

CAROL MARTINO
NOTARY PUBLIC, STATE OF NEW JERSEY
I.D. NO. 2168617
QUALIFIED IN UNION COUNTY
COMMISSION EXPIRES SEPT 23 2009

Owner or Transferor Portable Storage of Columbia, LLC

By [Signature]
Title Managing Member

Purchaser or Transferee Portable Storage and Moving of Columbia, LLC

By _____

Title Manager

SWORN TO BEFORE ME
This 29th day of July, 2009

Carol Martino
Notary Public

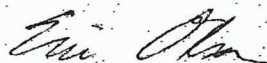
Commission Expires Sept 23 2009

PUBLIC SERVICE COMMISSION OF SOUTH CAROLINA
POST OFFICE DRAWER 11649
COLUMBIA, SOUTH CAROLINA 29211

Applicant is familiar with the provision of S.C. Code Ann. §58-23-10, et seq. (1976), and amendments thereto, and R.103-100 through R.103-241 of the Commission's Rules and Regulations for Motor Carriers (Vol.26, S.C. Code Ann., 1976), and R.38-400 through 38-503 of the Department of Public Safety's Rules and Regulations for Motor Carriers (Vol.23A, S.C. Code Ann., 1976) and amendments thereto, and hereby promises compliance therewith.

STATE OF SOUTH CAROLINA

COUNTY OF Richland

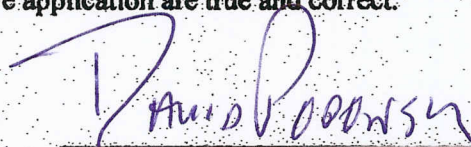


Applicant's Signature

I, David Popowski, Attorney
Name of Applicant's Representative Title

of Portable Storage and Moving of Columbia, LLC,
Applicant

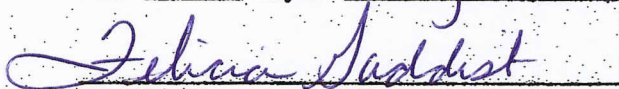
the Applicant for the Certificate of Public Convenience and Necessity as set forth in the foregoing, swear or affirm that all statements contained in the above application are true and correct.



Signature of Applicant's Representative

SWORN TO BEFORE ME

This 28th day of July, 2009



Notary Public

Commission Expires January 14th, 2019

Exhibit

A



**Public Service Commission of South Carolina
Columbia, South Carolina**

Docket No. 2004-23-T
Order No. 2004-252
Certificate No. 9737

CLASS E

**Certificate of Public Convenience and Necessity
For the Operation of
MOTOR VEHICLE CARRIERS**

NAME: Portable Storage of Columbia, LLC
ADDRESS: 2120 Commerce Drive, Cayce, SC 29033

Is hereby authorized to furnish motor freight service over irregular routes, as follows:

HOUSEHOLD GOODS, as defined in R.103-210(1):

Between points and places in Richland, Lexington, Newberry, and Fairfield Counties, South Carolina and restricted to delivery of empty 16'X8'X8' and 12'X8'X8' portable storage units to shipper origins, loading by the shipper, and pickup and delivery of shipper-loaded portable storage units to shipper destinations or a warehouse with shipper-loaded portable storage units subsequently delivered from the warehouse to shipper destinations.

COPY

THIS CERTIFICATE is issued upon finding by the Commission, that Public Convenience and Necessity require such operation, under the terms of the Motor Vehicle Carriers' Law (Sections 58-23-10 — 58-23-60 of the South Carolina Code of Laws, 1976, and amendments thereto), and,

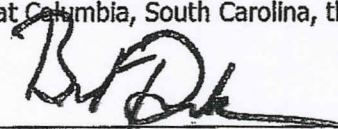
CONDITIONED: That all motor vehicles operated by virtue of this Certificate shall be so operated in accordance with the said Motor Vehicle Carriers' Law and the Rules and Regulations issued thereunder, and,

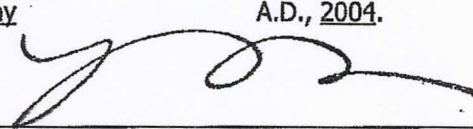
CONDITIONED FURTHER: That neither this Certificate nor the rights granted herein shall be sold, assigned, leased, transferred, mortgaged, pledged, or otherwise hypothecated, unless first approved by the Commission.

DATED at Columbia, South Carolina, this 20th day of

May

A.D., 2004.


Executive Director


Chairman

Exhibit

B

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

APR 27 2009

ARTICLES OF ORGANIZATION
LIMITED LIABILITY COMPANY

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY IN BLACK INK

The undersigned delivers the following articles of organization to form a South Carolina limited liability company pursuant to Sections 33-44-202 and 33-44-203 of the 1976 South Carolina Code of Laws, as amended.

1. The name of the limited liability company which complies with Section 33-44-105 of the South Carolina Code of 1976, as amended is Portable Storage and Moving of Columbia, LLC

2. The address of the initial designated office of the Limited Liability Company in South Carolina is

2118 Commerce Drive

Street Address

Cayce, South Carolina

City

29033

Zip Code

3. The initial agent for service of process of the Limited Liability Company is

Cynthia W. Nettles

Name

Cynthia W. Nettles
Signature

and the street address in South Carolina for this initial agent for service of process is

235 McTeer Street

Street Address

Hardeeville, SC

City

29927

Zip Code

4. The name and address of each organizer is

- (a) Eric Olson

Name

245 East 62nd Street, Apt. 16

Street Address

New York

City

NY

State

10065

Zip Code

- (b) Rachel Colgate

Name

245 East 62nd Street, Apt. 16

Street Address

New York

City

NY

State

10065

Zip Code

(Add additional lines if necessary)

5. ☐ Check this box only if the company is to be a term company. If so, provide the term specified:

090427-0032

FILED: 04/27/2009

PORTABLE STORAGE AND MOVING OF COLUMBIA, LLC

Filing Fee: \$110.00 ORIG



Mark Hammond

South Carolina Secretary of State

Portable Storage and Moving of Columbia, LLC

Name of Limited Liability Company

6. ☒ Check this box only if management of the limited liability company is vested in a manager or managers. If this company is to be managed by managers, specify the name and address of each initial manager:

(a) Eric Olson
Name

245 East 62nd Street, Apt. 16 New York
Street Address City

NY 10065
State Zip Code

(b) Rachel Colgate
Name

245 East 62nd Street, Apt. 16 New York
Street Address City

NY 10065
State Zip Code

(c) _____
Name

Street Address City

State Zip Code

(d) _____
Name

Street Address City

State Zip Code

(Add additional lines if necessary)

7. ☐ Check this box only if one or more of the members of the company are to be liable for its debts and obligations under section 33-44-303(c). If one or more members are so liable, specify which members, and for which debts, obligations or liabilities such members are liable in their capacity as members.

Portable Storage and Moving of Columbia, LLC
Name of Limited Liability Company

8. Unless a delayed effective date is specified, these articles will be effective when endorsed for filing by the Secretary of State. Specify any delayed effective date and time:
9. Set forth any other provisions not inconsistent with law which the organizers determine to include, including any provisions that are required or are permitted to be set forth in the limited liability company operating agreement.
10. Signature of each organizer
- Tom Otter*
Rachel G. Gyo Date 3/3/09
(Add Additional lines if necessary)

FILING INSTRUCTIONS

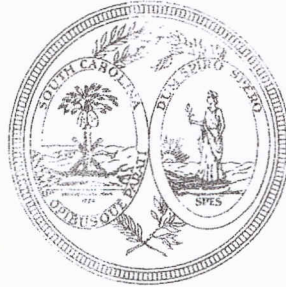
1. File two copies of this form, the original and either a duplicate original or a conformed copy.
2. If space on this form is not sufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this using a computer disk which will allow for expansion of the space on the form.
3. This form must be accompanied by the filing fee of \$110.00 payable to the Secretary of State.

Return to: Secretary of State
P.O. Box 11350
Columbia, SC 29211

NOTE

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The State of South Carolina



Office of Secretary of State Mark Hammond

Certificate of Existence

I, Mark Hammond, Secretary of State of South Carolina Hereby certify that:

PORTABLE STORAGE AND MOVING OF COLUMBIA, LLC, A Limited Liability Company duly organized under the laws of the State of South Carolina on April 27th, 2009, with a duration that is at will, has as of this date filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the company that it is subject to being dissolved by administrative action pursuant to section 33-44-809 of the South Carolina Code, and that the company has not filed articles of termination as of the date hereof.

Given under my Hand and the Great
Seal of the State of South Carolina this
27th day of April, 2009


Mark Hammond, Secretary of State

Exhibit

C

PURCHASE AND SALE AGREEMENT

This Purchase and Sale Agreement ("Agreement") is entered into as of July ____, 2009 by and among **Portable Storage of Columbia, LLC, a South Carolina limited liability company ("Seller")**, and **Portable Storage and Moving of Columbia, LLC, a South Carolina limited liability company ("Buyer")**.

RECITALS

A. Pursuant to that certain Franchise Agreement dated December 22, 2003 between Seller and PODS, Inc. n/k/a PODS Enterprises, Inc., a Florida corporation ("Franchisor"), Seller operates a business ("Business") that leases, stores and transports portable storage devices under the PODS® trade name and business model in a certain territory in and around Columbia, South Carolina ("Franchise Rights").

B. Seller also owns certain contract rights and other intangible property relating to the operations of the Business ("Intangible Assets") which Buyer desires to purchase from Seller. A list of the Intangible Assets to be transferred hereunder is attached hereto as **Exhibit "A"**.

C. Seller utilizes certain personal property in the operation of the Business, which is more specifically described on **Exhibit "B"** attached hereto and made a part hereof (the "Equipment"). Seller will assign the right to use the Equipment to Buyer at closing pursuant to a separate agreement to be executed at closing and will furnish the Buyer with satisfactory approval of the transaction from Seller's lender.

D. Buyer desires to acquire the Franchise Rights and the Intangible Assets of the Business pursuant to the terms and conditions set forth in this Agreement.

NOW, THEREFORE, the parties, in consideration of the foregoing and other good and valuable consideration, the sufficiency of which is hereby acknowledged, the parties agree as follows:

1. Recitals. The foregoing recitals are true and correct as of the date hereof and are confirmed as though fully set forth herein.

2. Purchase Price. The purchase price for the Franchise Rights and the Intangible Assets is Eighty-Five Thousand and 00/100 Dollars (\$85,000.00) (the "Purchase Price"), and shall be payable as follows:

(a) Forty Thousand and 00/100 Dollars (\$40,000.00)(the "Deposit") shall be delivered by Buyer to the law firm of Cohen, Norris, Scherer, Weinberger & Wolmer ("Escrow Agent") within two (2) business days following the date on which the last of the parties has executed this Agreement ("Effective Date"). The Deposit shall be held by Escrow Agent's in a non-interest bearing trust account in accordance with the provisions specified in this Agreement pending the Closing of this transaction.

(b) The balance of the Purchase Price, subject to prorations and adjustments, shall be paid to Seller at Closing by wire transfer of immediately available federal funds.

3. Security Interest; Office Lease. At Closing, Buyer shall execute a security agreement and a pledge agreements in favor of Seller which shall encumber and pledge all of the Intangible Assets transferred to Buyer so that in the event of a default by Buyer under the Franchise Agreement between Franchisor and Buyer, Seller shall be entitled to execute on the intangible assets and continue operating the Business. Buyer will promptly contact Seller's landlord and negotiate an extension of the existing lease. In the alternative, Buyer will promptly identify a new location for the Business and commence